



VEDANTA ASHRAM SOCIETY
HALIFAX HINDU TEMPLE



Memorandum and By-Laws

Of

Vedanta Ashram Society

6421 Cork Street, Halifax, NS B3I 1Z5

Amended 2025

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Memorandum And By-Laws
of
Vedanta Ashram Society (VAS)

General Information

- I **The name of the Society:** Vedanta Ashram Society.
- II **The address/the registered office of the Society:** 6421 Cork Street, Halifax, Nova Scotia, B3L 1Z5.
- III **Objectives of the Society:** On a volunteer and non-profit basis society will seek to achieve these objectives:
- a) to serve the Hindu community of Nova Scotia (NS) for its spiritual, religious and cultural needs.
 - b) to diffuse the knowledge of ethical, spiritual, religious, philosophical, social and cultural foundations and practices of the Hindu Dharm (Sanatan Dham) and the Hindu way of life.
 - c) to promote and maintain the Hindu Mandir as a House of Worship, and cultural activities related to Hinduism located at the present address.
 - d) to organize and celebrate religious festivals embodied in the Hindu philosophy.
 - e) to work for the betterment of the members of the Society and the Hindu community of NS and to promote harmony, goodwill and better understanding among all other religious denominations.
 - f) to bring together and unite those who believe in the Hindu way of life.
 - g) solemnization and registration of Hindu marriages.
 - h) Encourage usage of Hindi/Sanskrit words as far as possible.
 - i) work for upholding the sanctity and decorum of the Mandir and religious congregations.
 - j) operate as a charitable non-profit organization.
 - k) acquire and take by purchase, donation, devise, bequest or otherwise real estate and personal property and hold, enjoy, sell, exchange, lease, lot, improve and develop the same and erect and maintain buildings and structures.
 - l) ensure that the Society shall not under any circumstances be an affiliate of any other organizations with political aims or objectives.

- m) ensure that the Society shall not under any circumstances, participate in, sponsor, support or condone any violent activity or hate propaganda as a group or on an individual basis as a member in the name of the Society.
- n) encourage and promote the attendance of children and youth for participation in various religious, social and cultural activities of the Society to maintain the Hindu culture, heritage and Hindu way of life for our future generations.
- o) invite and receive donations, organize campaigns and activities for the purpose of raising funds to improve, extend, rebuild and maintain the Mandir, its grounds and facilities therein, in the best possible conditions, and,
- p) to do all such other acts and things as are incidental or conducive to or consequential upon the exercise of its powers or the attainment of its objective.

Article 1. Definitions

In the Memorandum and By-Laws of the Society, unless the context requires a different meaning:

1. **Hindu:** Means a person who believes in, subscribes and professes faith in Hindu Dharma, Hindu philosophy and Hindu (Sanatan Dharm) way of life and culture.
2. **Society:** Means the Vedanta Ashram Society (VAS) of Nova Scotia (NS).
3. **Hindu Mandir:** Means the House of Worship located at 6421 Cork Street, Halifax, NS B3L 1Z5, Canada.
4. **Mandir Patrika:** Means Hindu Mandir Newsletter
5. **Puja:** Hindi/Sanskrit word for prayers
6. **Samiti:** Hindi/Sanskrit word for committee
7. **Prasad:** Hindi/Sanskrit word for offering to God
8. **Pundit:** A person well-versed in Hindu philosophy and religious practices
9. **Member:** Means a person who subscribes to and abides by the Memorandum and By- Laws of the Society and maintains his/her membership of the Society by payment of membership dues.
10. **Member in Good Standing:** Means a person who maintains his or her membership of the Society uninterrupted by payment of dues within the period as specified in the By- Laws.
11. **Board:** Means the elected Board of Directors of the VAS.
12. **Trustees:** Means the nominated or elected Trustees of the VAS.
13. **General Body:** Means a general body of all members of the VAS.

14. **Charitable Organization:** A registered charity is designated as a “charitable organization” if it devotes its resources mainly to charitable activities carried on by itself.
15. **Gift:** A gift is defined as a voluntary transfer of property without valuable consideration. The donor is transferring the property, in the form of gift-in-kind, to a registered charity without expecting anything in return. A gift-in-kind involves property, other than cash, such as equipment, shares or land. Tax receipts for gifts-in-kind will be reviewed in accordance with the Charities Act.
16. **Donation:** A donor who donates a sum of money in cash or by check or e-transfer to a Registered Charity, or buys its membership, qualifies for donation receipt from the Charity for Tax purposes. For more details refer to Registered Charities, Income Tax Act.
17. **Loan Back:** Charities seek advice from their legal or accounting experts
18. **Robert’s Rules of Order and The Standard Code of Parliamentary Procedure:** All meetings of the Board of Directors & General Body shall be conducted in accordance with ‘ROBERT’S RULES OF ORDER’, the Classic Manual of Parliamentary Procedure, and ‘THE STANDARD CODE OF PARLIAMENTARY PROCEDURE’.
19. **Vote:** Shall mean a show of hand or voice vote unless otherwise stated. The show of hand or voice vote will also be accepted when attending a meeting remotely using internet technologies.
20. **Majority Vote:** Means 50% plus one of all members voting.
21. **By-Laws:** Means the By-Laws of the V.A.S. made pursuant to the Societies Act of the Province of Nova Scotia.
22. **Special Resolution:** Means a resolution passed by not less than 75% of such members as are entitled to vote have voted at a meeting of which notice specifying the intention to propose the resolution as a special resolution has been given.

Article 2. Membership

1. **Membership:** Membership of the VAS is open to all those who believe in, subscribe to and profess faith in Hindu Dharma, Hindu philosophy and Hindu way of life and culture. To be eligible for membership of the Society, a person must be nineteen (19) years of age and over and must uphold and abide by the Memorandum and By-Laws of the Society.
2. **Membership Category:** The Society shall offer membership in the following two (2) categories:
 - a. **Life Member** – Any person(s) who subscribes to the Society a minimum sum of money in one (1) calendar year shall be classified as a life member. Life Membership includes the member and spouse, and both are entitled to participate in person or remotely at all General Body Meetings of the Society.
 - b. **General Membership** – General membership has two categories:
 - i. **Family membership:** consists of the member and spouse.
 - ii. **Single membership:** for any person over 19 years of age.
 - c. **Membership Dues:** Membership in all categories will be issued for a fixed amount of

donation by cash/cheque/credit card or any other electronic way. For all categories of membership, the amount of donation shall be subject to review every four (4) years at the Annual General Body Meeting of the Society by a majority vote. Members in both categories are required to pay membership dues on a yearly basis and entitled to participate in person or remotely at all General Body meetings of the Society. Payment of membership dues for life members are waived for life.

3. **Membership Year:** Membership year shall be January 1 to December 31. Anyone who pays yearly membership dues on or after September 1 shall be a member until December 31 of the following year.
4. **Membership Renewal:** General Membership must be renewed each year not later than January 1 by payment of membership dues to participate in the Annual General Body Meeting. However, to participate in any other General Body Meetings one should renew the membership prior to the meeting.
5. **Member in Good Standing:** Any member who pays the membership dues on or before March 31 of each year for two consecutive years is considered as a Member in Good Standing. To maintain the status of Member in Good Standing one should renew his or her membership each year on or before March 31 every year.
6. **Privileges of Members in Good Standing:**
 - a. To contest in the election as a Trustee or a member of the Board of Directors
 - b. To be selected as a member of any special committee appointed by the Trustees or Board or by the General Body
 - c. To nominate/second a contestant in the election of a Trustee or a member of the Board of Directors
 - d. To nominate or endorse any amendment to the By-Laws
 - e. A life member is considered a Member in Good Standing, unless he or she has withdrawn membership from society.
7. **Membership Cancellation:** Any member may cancel or withdraw his or her membership from the Society at any time by giving a written notice to the Board of Directors. There shall be no refund of membership dues.
8. **Members' Rights:** Membership of the Society is not a right but a privilege. All members have equal privileges and are entitled to full participation in the affairs, activities and functions of the Society. Notwithstanding the above, only members of Good Standing shall have the privilege to be elected as members of the Board of Directors in addition to the privileges stated in Article (2) section (vii).
9. **Membership Refusal:** The Board of the Society has the right to refuse membership to any person if the Board considers that the admission of a person as a member to the Society is not in the best interest of the Society. However, the Board of Directors must give a just cause in writing to the person for membership refusal. Any person who has been refused membership of the Society would have the right to appeal to The General Body for review and final decision. Such a member can make a request to the Board in writing to call a special meeting of The General Body, and the Board must call the meeting of The General Body within thirty (30) days upon receiving such a request.

Article 3. General Body

1. **Composition of The General Body:** The General Body shall constitute all the members of the Society. The General Body shall have supreme control over the Trustees, Board, Committees, Sub-committees and any Special Committee of the Society.

2. **Powers of The General Body:** The powers to control and govern all the affairs and the activities of the Society are vested in The General Body. All those powers shall include but may not be limited to the following:
 - a. To elect the Trustees and members of the Board of Society.
 - b. To ensure that the Trustees and the Board are functioning and conducting the affairs of the Society in accordance with the Memorandum and By-Laws of the Society.
 - c. Subject to approval by the Registrar, to amend and approve the Memorandum of By-Laws from time to time when necessary.
 - d. To remove and replace any elected member and/or members, Trustees, officials of the Board or the whole Board if it is evident that most of the members of the Society have lost confidence in any or all the elected Trustees or members of the Board.
 - e. To dissolve any or all Committees, Sub-committees and other Special Committees formed by the Trustees/Board if they are not functioning and serving the purposes for which they were created.
 - f. To determine and approve membership dues from time to time on the recommendation of the Board.
 - g. To review and approve all the reports, statements, financial reports, etc. as submitted by the Board at the end of each fiscal period.
 - h. To approve the appointment of the auditors each year on the recommendation of the Board.
 - i. To resolve and settle disputes which may arise between the Trustees, Board of Directors, its Committees, Sub-committees or any other Special Committee from time to time.
 - j. to hear and resolve matters related to the refusal of membership of any person at the request of the affected person and,
 - k. deal with any other business or matters related to the Society which may have not been covered by the Memorandum and By-Laws but are considered in the best interest of the Society.

3. **General Body Meetings:** The General Body of the VAS shall meet at least once a year in the following manner:
 - a. **Annual General Body Meeting:** The Annual General Body Meeting (AGM) of the VAS shall be held on or before the third Sunday in April every year. Arrangements will be made for all members, including members in good standing, to be able to attend the meetings remotely. If, for any unforeseen situation, the meeting is not held on the scheduled date, it will be postponed to the following Sunday. The Agenda of the AGM shall include the following:
 - i. review and approve the minutes of preceding General Body Meeting.
 - ii. review and approve annual reports of the Board.
 - iii. review and approve the Financial Statements, audited by certified practitioners in the field of accounting, of the Society for previous fiscal period ending Dec 31.
 - iv. Election of new Board of Directors every three (3) years and new Trustees every five (5) years.

- v. appointment of auditors.
 - vi. approval of membership dues if it is on the agenda.
 - vii. any other matters or items which require the consideration of the General Body.
- b. **Special General Body Meetings:** A Special General Body Meeting (SGBM) of the Society may be called at any time to deal with the matters considered important and require immediate consideration and approval of The General Body. A SGBM may be called at the request of the Board or by a petition signed by members in good standing. The number of required signatures must be at least 20% of the number of members in good standing who reside in Nova Scotia. The signatories may be from the entire membership in good standing, regardless of their place of residence. The matters which are of a special nature and require the attention of the SGBM may include but are not limited to the following:
- i. no confidence in the Trustees, Board or in a member
 - ii. a dispute between the Trustees or the Board
 - iii. an appeal by a person(s) who has been refused membership by the Board, and
 - iv. to consider, review and approve any amendment to the Memorandum and By-Laws of the Society
- c. **Quorum:** No business shall be conducted at The General Body Meetings if a quorum is not present. The number required to constitute a quorum shall be calculated as 20% of members who reside in Nova Scotia. Any member attending either in person or remotely, irrespective of their place of residence, shall be deemed present at the meeting. If a quorum is not present, the meeting shall be re-scheduled. In the re-scheduled meeting, all the members attending the meeting, in person or remotely, will form a quorum.
- d. **Notice:** The Board shall give written notice to all members for the call of a General Body Meeting at least two weeks in advance. The notice shall include the date, time and place of the meeting, accompanied by an Agenda:
- i. Date, place and time of the meeting.
 - ii. Agenda for the meeting.
 - iii. A copy of the notice must be posted on the bulletin board at the Mandir.
 - iv. Disclaimer: Any other items or matters which require consideration of The General Body must be received by the Board of Directors at least 72 hours prior to the meeting. It will be added to the agenda with a simple majority vote of the members present. It shall not be applicable in the SGBM called for a specific purpose. The purpose, for which the SGBM is called, shall be the only item on the agenda.

Article 4. Board of Directors

1. The religious, spiritual, cultural and financial affairs and activities of society shall be managed and administered by a six (6) member Board of Directors duly elected by The General Body of the Society. These six (6) elected members shall be referred to as the Board of Directors of the VAS.

2. The Board of Directors shall be responsible and accountable to the Trustees and the General Body of the Society.
3. The structure of the Board of Directors shall be as follows:
 - a. Chairperson
 - b. Director Religious Programs
 - c. Director Prasad
 - d. Director Youth Programs
 - e. General Secretary
 - f. Finance Secretary
4. The term in office of the Board of Directors shall be for three (3) years effective May 1 of the election year to April 30 of the subsequent election year.
5. No member of the Board of Directors shall serve or remain a member of the Board for more than three (3) consecutive years.
6. To be eligible as a member of the Board of Directors, a member must be a Member in Good Standing.
7. Conflict of Interest: No member of the Board of Directors, or their spouse, will be a board member or head of any other Hindu religious organization, or any other Hindu/Indian community organization, in NS, while serving their term on the VAS Board. This is to ensure no conflict-of-interest situation arises for the members while fulfilling their duties on the Board. If a Board member faces a conflict-of-interest situation, it will be immediately brought to the notice of the VAS Trustees and Board in writing. The Trustees and Board will assess the situation and take a decision to allow, or disallow, such a member to serve on the Board.

Article 5. Election of the Board Of Directors

1. The members of the Board of Directors shall be elected by a majority vote at the VAS AGM for three (3) years. The procedure for the election shall be as follows:
 - a. Every election year, at the end of the first week of March, the existing Board shall appoint an Election Committee consisting of three (3) members in Good Standing. A member of the existing Board cannot be a member of the Election Committee.
 - b. The Election Committee shall receive nominations from the membership of the Society for the election of the new Board of Directors. The nominated member must be a member of Good Standing.
 - c. Such nominations must be received by the Election Committee at least three days prior to the date of the election, not later than 9 pm on the previous Wednesday. All nominations must have the signatures of the proponent member, seconded by a member and the acceptance of the nominee.
 - d. The Election committee recommends conducting the election to the Board if four (4) or more nominations are received.
 - e. If less than four (4) nominations are received, the election committee should recommend to the board to re-schedule The General Body Meeting within three weeks.
 - f. If it is short of more than one nomination the new Board should call for an election within three weeks to fill the positions.

- g. If it is short of one nomination the chairperson, with the approval of most of the Board members, may appoint any member in Good Standing.
- h. Nominations from the floor shall not be entertained under any circumstances.
- i. Election committee, after the nominations are closed, should inform the names of the contestants to the chairperson of the VAS Board, which is required to post the list of contestants on the Bulletin Board at the Mandir, as well as on the web site of the Mandir.
- j. The Election Committee shall conduct and supervise the elections.
- k. All members attending the AGM, in-person or remotely, will be allowed to vote. Election Committee will make suitable arrangements to facilitate the same. A record of all votes will be kept by the Election Committee and submitted to the General Secretary after conclusion of the elections.
- l. If there is a tie in the elected members, chairperson of the Election Committee will decide by toss.
- m. To participate in and to exercise the right to vote at the AGM, membership must be renewed by the last day of February of the current year.
- n. To verify a member's status, the General/Finance Secretary shall have a list of all members available at the AGM.
- o. The past president shall be a non-voting member of the Board for one year only.
- p. All VAS members living outside HRM will be allowed to attend the AGMs and vote remotely. Provisions will be made by VAS and Election Committee to enable remote attendance using internet technologies. This will enable participation in AGMs for community elders who may not be able to attend AGMs in-person, and/or members who continue their association with VAS by remaining VAS members even after leaving HRM.

Article 6. Responsibilities of the Board Of Directors

1. Chairperson:
 - a. Chair all the meetings of the Board and The General Body.
 - b. Nominate non-elected members to various committees of the Society with the approval of the Board Members and Trustees.
 - c. Prepare an annual report on the activities of the Society for the General Body at the annual meeting.
 - d. Shall represent the Board of Directors on the Building Committee, and coordinate its activities
 - e. Responsible for all day-to-day administrative activities of running Mandir like building maintenance, power, parking, cleanliness, upkeep, security, etc.
2. Director - Religious Programs:
 - a. In charge of the religious programs of VAS.
 - b. Organize all religious activities of the Society, including Sunday prayers, havans, festivals, kirtans and pujas.
 - c. During their absence, recommend suitable community members to Trustees and Board to nominate them to undertake religious activities at Mandir.
3. Director - Prasad:
 - a. In charge of planning and coordinating the Sunday prasad and prasad preparation for other religious and private functions.
 - b. Maintain the supplies and kitchen facilities in an orderly manner.
 - c. Help and guide the prasad sponsors.

- d. In-cooperation with Director - Religious Programs organize the prasad for major festivals.
4. Director - Youth Programs:
 - a. In charge of all the youth activities of the VAS.
 - b. Encourage and train young children to participate in cultural and religious activities.
 - c. Organize and/ or conduct classes in Indian languages such as Hindi, Sanskrit, etc.
 5. General Secretary:
 - a. Keep minutes of all meetings of the Society, Board and General Body.
 - b. A register to record minutes of all The General Body meetings and VAS board meetings shall be maintained by the secretary. The register shall be transferred to the incoming Board of Directors.
 - c. Keep and maintain an up-to-date list of members of the Society in conjunction with the Financial Secretary.
 - d. Keep records of all documents issued by the Society, Board and other Committees.
 - e. Have custody of the Corporate Seal of the Society.
 - f. Always Maintain registration status of the Society with the Registrar of Joint Stock Companies of the Province of Nova Scotia and with the Federal Department of Revenues and taxation.
 - g. Submit at the end of each year a list of the Directors of the Society and any changes therein to the Registrar of joint Stock Companies of the Province of Nova Scotia and the Department of Revenues and Taxation as required by Law.
 - h. Submit to the Registrar of Joint Stock Companies, changes and amendments or changes to the Memorandum and By-Laws of the Society.
 - i. Be responsible for sending and mailing all notices, correspondence, documents and newsletters, to all members of the Society as and when required and/or directed by the Chairperson of the Board, and
 - j. Ensure that all books, reports, certificates and any other documents and records are kept and maintained in order and filed as required by Law.
 6. Financial Secretary:
 - a. Have charge and custody of and be responsible for all funds, securities, books, vouchers and papers of the Society, except such are under the control of the General Secretary and deposit all such funds and securities in the name of the Society in such banks, trust companies or other depositories as may be selected by the Board.
 - b. Submit at the request of the Board a cash statement showing receipts and disbursements and such information relative to the financial position of the Society as the Board may decide from time to time.
 - c. Receive and give receipts for monies due and payable to the Society from any source whatsoever.
 - d. In general, perform all the duties incidentally to the office of Treasurer and such related duties as may be assigned from time to time by the Board.
 - e. Recount and maintain all records of cash offering, donations and gifts received at the congregations, duly witnessed by Vice-Chairperson (Religious Affairs) or one (1) other member of the Financial Committee
 - f. Prepare a duly audited financial statement/Balance Sheet at the end of each fiscal period listing all assets, liabilities, incomes and expenditures to be submitted for the review and

- approval of The General Body at the Annual Meeting, and
- g. Submit the copies of the approved and duly audited Financial Statement of the Society to the Registrar of the Joint Stock Companies of the Province of Nova Scotia, and the federal Department of Revenue and Taxation each year, as required by Law.
7. VAS Board may appoint committees for efficient management of various activities at Mandir, as required.

Article 7. Trustees

1. There will be five (5) VAS trustees, and their term will be five (5) years from the date they are elected. Only VAS life members can become trustees.
2. Trustees will be elected by voting in the VAS AGM every five (5) years. Voting methodology will be the same as followed for VAS Board members in Article 5.
3. Trustees will exercise high level oversight over activities of VAS, undertake long-term strategic planning of VAS, present the strategic plan to members during the AGM, and ensure its smooth implementation.
4. In case the Board resigns, or no confidence motion is passed against them, the keys of the Temple will be handed over to the Trustees. Trustees will run the Temple till the new Board is elected. Trustees will call for fresh VAS Board elections within two months. If the outgoing Board had more than one year tenure remaining until the next election, the newly elected Board will function until the next election would have been due in the normal course. If the outgoing Board has less than one year tenure remaining until the next elections, then the newly elected Board will function for a full three-year tenure plus the remaining time.
5. Conflict of Interest: No Trustee, or their spouse, will be a trustee/board member or head of any other Hindu religious organization, or any other Hindu/Indian community organization, in NS, while serving their term as a VAS Trustee. This is to ensure no conflict-of-interest situation arises for the members while fulfilling their duties as VAS Trustees. If a Trustee faces a conflict-of-interest situation, it will be immediately brought to the notice of the other VAS Trustees in writing. The remaining Trustees will assess the situation and take a decision to allow, or disallow, such a Trustee to serve their remaining trustee term.

Article 8. VAS Pundits

1. **Number of Pundits:** There will be a panel of not more than five (5) and not less than two (2) Pundits, well versed in Hindu religion and practices.
2. **Duties of Pundits:** The Pundits, on a rotation basis, are required to conduct:
 - a. All religious activities of the VAS, including Sunday prayers, festivals, Kirtans and Pujas in consultation with the Vice- Chairperson (Religious Affairs).
 - b. Perform and certify Hindu marriages and perform such other services including last rites pertinent to religion and philosophy as per guidelines laid by the Board.
 - c. Pundits should be consulted well in advance regarding the format and

highlights for major festivals and other religious matters.

- d. Panel of Pundits should encourage youth volunteers to learn religious rituals. Pundits shall be requested to train volunteer youths in the puja vidhi and make them participate in the Sunday Prayers and major Hindu festivals under their supervision.
 - e. Their involvement should be limited to religious activities, and they should not be members of any other administrative committees of the VAS.
 - f. On equal footing, the Pundits may serve the Vedanta Ashram/Hindu Community for all its religious requirements.
3. **Appointment of Pundits:** The Board is vested with the authority to appoint pundits. Pundits shall be appointed for a term not exceeding two (2) years at a time. After completion of two (2) years' service, the Board shall decide to take-in a new VAS pundit or give an extension to the old pundit. The Board will try to maintain gender balance while appointing pundits.

Article 9. Meetings of the Board

1. The Board shall meet at least six (6) times each year. A majority of the Board Members shall constitute a quorum.
2. All matters at the Board shall be decided by a majority vote. The Chairperson shall have no vote unless there is a tie vote
3. Any member of the Board may resign from the Board by giving notice in writing to the Chairperson.
4. Minutes of all VAS Board meetings will be maintained

Article 10. Maintenance of Funds

1. The Board shall maintain funds to adequately meet the requirements of annual operation and maintenance costs of the Society's activities, its assets, its buildings and equipment. Such funds should be kept in a general account with a financial institution such as a chartered bank or trust company, selected by the Board. Surplus funds may be invested into any guaranteed investment certificates, bonds or debentures issued by banks or trust companies and must be covered by the Canada Deposit Insurance Corporation
2. The general account shall be jointly operated by the Chairperson of the Board and the Financial Secretary. The payment of bills, invoices, and withdrawal of funds for operating and maintenance purposes shall require two (2) authorized signatures. The Chairperson of the Board and Finance Secretary shall have the signing authority. If the Finance Secretary is absent for any reason, the General Secretary may sign in-lieu.
3. Routine daily expenditures to run the Mandir will be handled by the Board. However, all transactions and expenditures involving a sum of more than Eight (8) thousand dollars per transaction, and, if total expenditure exceeds twenty-five thousand (\$25000.00) dollars for that year, will need the approval of three (3) trustees. The annual amount is indexed to the cost of living and may be revised in the AGM, if required.
4. The Trustees and the Board shall not sell, purchase, mortgage, or borrow money on the Mandir building

without approval of the General Body.

Article 11. Vacancy in Board and Trustees

1. In case the Chairperson is not able to work for whatever reason (vacation, medical, personal, resignation, etc.), the Trustees will appoint another member from VAS Board as Chairperson of the Board. If required, the Trustees and the Board may decide to call an SGBM to elect a new Chairperson.
2. Any other vacancy must be filled by nomination by the Trustees and the Board which must meet the approval of most of the Trustees and Board members.
3. In the case of vacancy of three (3) or more members of the Board, such vacancies must be filled by election through the General Body meeting within thirty (30) days from the date of vacancy.
4. Any trustee vacancy will be filled only by an election by calling an SGBM within three (3) months from the date of occurrence of the vacancy.

Article 14. Removal of Trustees and Members of Board of Directors

1. The Trustees and the Board shall have no power to remove or terminate a trustee or a member of the Board.
2. If in the opinion of most of the trustees and Board members, a Board member is not performing their responsibilities in a satisfactory manner, the trustees or the Board may recommend the removal of such a member to The General Body. The General Body shall have the power to remove the member of the Board with a simple majority vote at a special meeting of The General Body specifically called for such purpose.
3. Majority of trustees may recommend the removal of a trustee to The General Body if a trustee is not performing his/her responsibilities in a satisfactory manner. The General Body shall have the power to remove the trustee with a simple majority vote at a special meeting of The General Body specifically for such purpose.
4. The Trustees and the Board shall have the power to remove or replace any or all nominated members of any Committee or Committees formed by them, if in the opinion of the Trustees and the Board, the nominated committee member or members are not performing their responsibilities for which they were nominated.

Article 15. Removal of the Board

1. The whole Board can only be removed from the office by a two-third (2/3) majority of the members of the Society at a SGBM called for such a specific purpose as per provisions of Article 3 above.
2. A no-confidence motion against the Board of Directors can only be considered if at least thirty percent (30%) of members of the Society currently residing in Nova Scotia submit a written petition to the trustees. The written petition must be delivered by email or registered mail, and a

copy of such petition must be posted on the bulletin board at the Mandir.

3. The trustees are legally obliged to call a special meeting of The General Body upon receipt of the petition within fifteen (15) days by giving written notice to all members. A copy of the notice must be posted on the bulletin board at the Mandir.
4. To consider a motion of no-confidence, a quorum must be present at the SGBM. If a quorum is not present, the motion shall be considered defeated.
5. If the motion is approved by a two-third (2/3) majority, the Board of Directors shall be considered dissolved effective immediately. The keys will be handed to the Trustees, and they shall take charge of the Society's administration and management affairs. All committees and sub-committees shall be considered dissolved.
6. The Trustees within two (2) months shall call a SGBM to elect a new Board of Directors. The election procedure shall be the same as outlined in Article 5 above.

Article 16. Office Of the Society

An office of the Society shall be maintained at the Hindu Mandir, 6421 Cork St. Halifax, NS, B3L 1Z5. All records, books and documents, including the corporate seal shall be kept in the office of the Society.

Article 17. Remuneration

The services rendered to the Society, by any member, a group of members, Trustees, Board of Directors and the Committees are provided on a voluntary basis. No-one shall be entitled to or receive any remuneration from the Society. However, a director or officer may be paid reasonable expenses incurred in the performance of their duties.

Article 18. Liability

No member, Committee members, Trustees, Board of Directors individually or collectively shall be liable for any costs, loss of funds, charges and expenses whatsoever the Society sustains and incurs in or about in relation to the affairs and activities of the Society thereof, except such costs, charges and expenses and losses that are occasioned by the willful neglect, default or to the personal gain of any member of The General Body, Trustees and any member of the Board of Directors.

Article 19. Inspection Of Accounts

No member individually shall have the right to inspect the accounts and the books of the Society. However, a group of members consisting of no less than twenty (20%) percent of the total membership currently residing in Nova Scotia can make a request in writing in the form of a petition to the trustees or Chairperson of the Board of Directors to inspect the accounts and the books of the Society. The trustees or the Chairperson of the Board of Directors, within thirty (30) days, shall comply with the request and facilitate the petitioners to inspect the accounts and books of the Society at a time and place determined by the Board of Directors.

Article 20. Fiscal Period

The fiscal period of the Society shall be from Jan 01 to Dec 31 of each year.

Article 21. Auditors

Auditors/Auditor shall be appointed at the AGM of the Society. The auditors shall be certified practitioners in the field of accounting and capable of auditing books and accounts of non-profit associations and societies.

Article 22. Audit of Accounts

The Society shall make a written report to the members as to the financial position of the Society and the report shall contain a balance sheet and operating account. The auditors shall make a written report to the members upon the balance sheet and operating account, and in every such report, he shall state whether, in his opinion, the balance sheet is a full and fair balance sheet containing the particulars required by the Society and properly drawn up so as to exhibit a true and correct view of the Society's affairs, and such report shall be read at the annual meeting. A copy of the balance sheet, showing the general particulars of its liabilities and assets and a statement of its income and expenditure in the preceding year, audited by the auditor, shall be filed with the Registrar within fourteen days after the annual meeting each year as required by law.

Article 23. Celebration of Religious Festivals

The Religious Festivals shall be organized and celebrated on the same day and date as they fall, unless there are extraordinary circumstances which cannot be avoided, then the Society shall celebrate the festival on an alternate date. The Director - Religious Programs shall compile in January a list of all Religious Festivals and functions with the day and date noted. This list must be posted on the bulletin board at the Mandir.

Article 24. Use of Mandir Facilities

The primary use of the Mandir building and the facilities therein shall be for the purpose of holding religious, spiritual, festival and cultural activities for the Society members and the Hindu community at large in strict conformance to the objectives of the Society. However, the use of the Mandir shall be permitted for the following private activities as per the fee schedule set by the Board:

1. Private Functions:

- a. Solemnization of Hindu marriages and the social gathering associated with marriage.
- b. Havan or puja or prayer on occasions such as birth of a child or naming ceremony (Namkaran Sanskar).
- c. Havan, puja or prayer for an individual in the memory of their lost loved ones.
- d. The above activities should not conflict with the regular religious prayers, kirtans and festival activities held at the Mandir.
- e. It shall be the responsibility of the private individuals to leave the place clean. The Board of Directors may decide to require a deposit for cleaning or any damage, which shall be refunded if the place is left clean and no damage to the property is evident.

2. **Cultural Activities:** The use of the Mandir facilities shall be permitted for cultural activities such as teaching of Indian languages, dances, and any other activity of a cultural nature. Any

member or a group of members should offer his service at no charge to the participants if the Mandir facilities are going to be used to conduct such activities.

3. **Food and Beverages:** Under no circumstances will storage or consumption of alcohol, tobacco products, illicit drugs and other intoxicating agents, non-vegetarian food products hall be permitted at the Mandir or on the premises.

Article 25. Guest Preachers

No member, individually or as a group shall invite or bring to the Mandir to preach, to lecture or to give a talk, a guest preacher without prior approval of the Board of Directors.

Article 26 Distribution of Religious Pamphlets

No member, individually or as a group shall distribute any papers, books, religious materials or literature during religious congregations. Although members are encouraged to contribute literature, books and other materials of religious nature to Mandir, distribution and circulation of these materials is the responsibility of the Board of Directors.

Article 27. Alteration Or Amendment

The Memorandum and By-Laws of the Society shall not be altered, added to or amended, except by a special resolution approved by members of the Society at a SGBM called for that purpose and shall not take effect until after it is approved by the Registrar of Joint Stock Companies. Special resolution shall mean a resolution approved by at least a three-fourths (3/4) majority of members present, at the SGBM of which a proper notice specifying the intention of the proposed resolution has been given in writing to all members at least two (2) weeks in advance. To consider the motion of the special resolution, a quorum as per article 3 above must be present at the SGBM

Article 28. Dissolution of the Society

If for any reason the operations of the Society are terminated, the Society becomes defunct or dissolved, and there remains, at that time, after satisfaction of all debts and liabilities, any assets and properties whatsoever, they be donated to a like-minded organization.

Article 29. Interpretation

In the event of a doubt or conflict arising in the interpretation of the Memorandum and By-Laws, the matter shall be referred to The General Body, which has the final authority. The dispute or conflict pertaining to the interpretation shall be decided by a majority vote of all members present in person at The General Body Meeting, specially called for that purpose.

Article 30. Miscellaneous

1. The Society shall file with the Registrar with its Annual Statement a list of its directors with their addresses, occupations, and dates of appointment or election, and within fourteen days of a change of directors, notify the Registrar of the change.

2. The Society shall file with the Registrar a copy in duplicate of every special resolution within fourteen days after the resolution is passed.
3. The seal of the Society shall be in custody of the General Secretary and may be affixed to any document upon resolution of the issue by the Board of Directors/Trustees. Preparation of minutes, custody of the books and records, and custody of the minutes of all the meetings of the Society and of the Trustees and the Board of Directors shall be the responsibility of the Secretary.
4. Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the Society by the Chairperson and the General Secretary, or otherwise as prescribed by the resolution of the Board of Directors.
5. The borrowing powers of the Society may be exercised by special resolution of the members.
6. Trustees and VAS Board Members who have, or could reasonably be seen to have, a conflict of interest, have a duty to declare this interest to the trustees and the Board. The declaration should be made by the members upon nomination, and when serving as a Board member, when the possibility of a conflict is realized.